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RYAN AND MARKS
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3000-8 HARTLEY ROAD
JACKSONVILLE, FLORIDA 32257

WILLIAM B. RYAN, JR.
JEFFREY B. MARKS

December 9, 1997

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VIA FEDEX

Attorneys' Title Insurance Fund, Inc.
660 E. Jefferson Street #200
Tallahassee, FL 32301

Return to
GCU ASAP
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-12/12/97--01001--014
***122.50 ***122.50

Re: Attorneys' Real Property Council of Northeast Florida

Dear Ladies and Gentlemen:

Enclosed are the following:

1. Articles of Incorporation for Attorneys' Real Property Council of Northeast Florida, a Florida Corporation Not for Profit.
2. Our check payable to the Secretary of State in the amount of \$122.50.

Please file the Articles and return the certified copy to us by overnight delivery. We have enclosed a return FedEx airbill. Thank you for your assistance in this matter.

Sincerely,

RYAN AND MARKS


William B. Ryan, Jr.

WBR:mt

Enclosures

RECEIVED
97 DEC 11 PM 3:27
DEPT. OF REVENUE
TALLAHASSEE, FLORIDA

FILED
97 DEC 11 PM 4:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. Rolf

DEC 11 1997

**ARTICLES OF INCORPORATION
OF
ATTORNEYS' REAL PROPERTY COUNCIL OF NORTHEAST FLORIDA, INC.
A FLORIDA CORPORATION NOT FOR PROFIT**

FILED
97 DEC 11 PM 4:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PREAMBLE: This is the incorporation of a previously existing unincorporated professional association. For brevity, this entity will be referred to in these Articles as the "Council". This Council is being incorporated under the provisions of Florida Statutes, Chapter 617.

**ARTICLE I
NAME**

The name of the Council is Attorneys' Real Property Council of Northeast Florida, Inc.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the initial principal office of the Council is 3000-8 Hartley Road, Jacksonville, Florida 32257. The mailing address of the Council is 3000-8 Hartley Road, Jacksonville, Florida 32257.

**ARTICLE III
PURPOSES**

The Council exists in order to provide educational opportunities for the public concerning the real estate economy, including the involvement of real estate attorneys in representing the participants in residential and commercial transactions.

**ARTICLE IV
DIRECTORS**

Directors are to be elected or appointed as stated in the By-laws.

**ARTICLE V
POWERS**

The Council will have all powers provided by Florida law and by any other jurisdiction necessary to perform its purposes.

ARTICLE VI
INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The street address of the Council's initial registered office is 3000-8 Hartley Road, Jacksonville, Florida 32257, and the name of its initial Registered Agent at that address is William B. Ryan, Jr.

ARTICLE VII
INCORPORATORS

The name and address of the natural person who is the incorporator for the Council is as follows:

William B. Ryan, Jr.
3000-8 Hartley Road
Jacksonville, FL 32257

ARTICLE VIII
MEMBERSHIP

The rules governing membership in the Council will be as stated in the By-laws.

ARTICLE IX
INTERNAL REVENUE STATUS AND
DISPOSITION OF ASSETS UPON DISSOLUTION OR FINAL LIQUIDATION

9.1 At the time of the filing of these Articles of Incorporation, it is uncertain as to whether or not the Council will request the Internal Revenue Service to grant it a 501(c)(3) status. However, because of the possibility that that status may be pursued in the future, the following understandings are now inserted in these Articles. They will become automatically operative at the time that the Council files its request with the Internal Revenue Service.

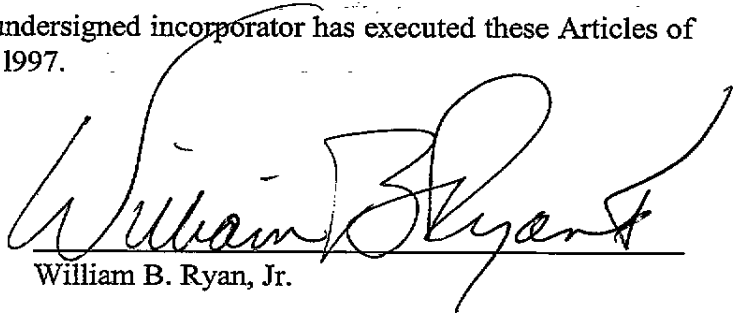
9.2 The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

9.3 Notwithstanding any other provisions of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax law under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

9.4 Upon the dissolution of the organization, assets shall be distributed for one or more

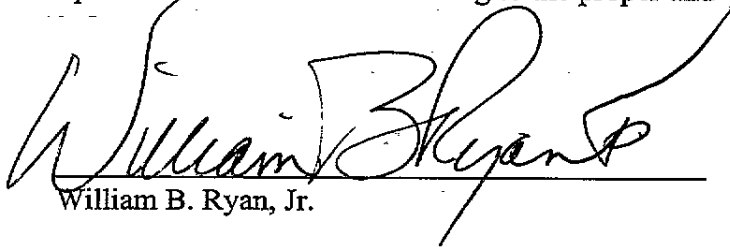
exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code, or shall be distributed to the federal, state, or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 9th day of December, 1997.


William B. Ryan, Jr.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, William B. Ryan, Jr., having been named to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, hereby agrees to act in this capacity and to comply with the provisions of all Statutes relating to the proper and complete performance of these duties.


William B. Ryan, Jr.

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TALLAHASSEE, FLORIDA